

# SNR DENTON

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December 7, 2010

BY HAND DELIVERY

**CONFIDENTIAL SUBMISSION**

Jeff S. Jordan  
Supervisory Attorney  
Complaints Examination & Legal Administration  
Federal Election Commission  
999 E Street, NW  
Washington, DC 20463

Re: MUR 6401 and MUR 6432  
Response of TransCanada Keystone Pipeline GP, LLC

Dear Mr. Jordan:

This response is submitted by undersigned counsel on behalf of TransCanada Keystone Pipeline GP, LLC ("Keystone") in reply to complaints filed by the Nebraska Democratic Party (MUR 6401) and Bold Nebraska (MUR 6432). As more fully detailed below, TransCanada requests that the Commission find no reason to believe that a violation of the Federal Election Campaign Act ("FECA") occurred in these matters, and dismiss the Complaint accordingly. Because of the nature of certain company proprietary information contained in this submission, Keystone also requests that this submission remain confidential pursuant to 2 U.S.C. §§ 437g(a)(4)(B) and 437g(a)(12)(A), and 11 C.F.R. §§ 4.5(a) and 111.21.

~~The complaint filed by Nebraska Democratic Party asserts that the Keystone made a contribution to the Governor Heinemann Committee in violation of 2 U.S.C. §441e. The complaint questions why the address used on the contributions report filed by the Governor Heinemann Committee is not the Omaha, Nebraska business address of Keystone, but rather discloses the address of "the Canadian corporate headquarters of TransCanada Energy, Ltd." Similarly, the complaint filed by Bold Nebraska asserts that TransCanada Corporation made contributions to the Governor Heinemann Committee and the Bruning for Attorney General campaign in violation of 2 U.S.C. §441e.~~

As more fully detailed below, while the issue of the reported entity or address of the contributor may have resulted in some uncertainty as to the permissibility of the contributions, at no time was a foreign national involved in the making of these contributions, and the assertions with respect to the source of the contributions or intention of involvement of a foreign national in the direction or control of the contributions are incorrect.

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2010 DEC -7 PM 4:34

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FEDERAL ELECTION  
COMMISSION

2010 DEC -8 AM 11:11

OFFICE OF GENERAL  
COUNSEL

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Further, despite the contributions being made by a US entity, from US funds, and under the direction and control of US citizens, we understand that the confusion relating to entity identification and address led the Governor Heineman Committee and Bruning for Attorney General campaigns to fully refund the contributions in question on September 30, 2010, prior to the filing on October 18, 2010 and October 19, 2010<sup>1</sup> respectively of the instant complaints.

#### **Overview of Keystone**

TransCanada Keystone Pipeline GP, LP is a US entity incorporated in Delaware with its principal place of business located at 717 Texas St, Suite 2400, Houston, Texas, and with operations at 13710 FNB Parkway, Omaha, Nebraska. Keystone operates as a subsidiary of TransCanada Pipeline USA, Ltd, also a US corporation registered in Delaware. Both entities are wholly owned by TransCanada Corporation ("TransCanada"), a Canadian corporation. An organizational chart is enclosed at Exhibit A.

As the Commission is aware from its approval of Advisory Opinion 2006-15, TransCanada operates through multiple US subsidiaries. TransCanada has developed a set of internal practices and policies to ensure that its political activities in the US fully comply with FECA and Commission regulations. As with other political contributions made by US subsidiaries of TransCanada, the contribution to the Governor Heineman Committee was directed and controlled by US citizens using US dollars from bank accounts in the US that are under the control of Keystone.

#### **Contribution Summary**

On December 11, 2009, Beth Jensen, Director of Government Relations for Keystone and a US citizen, approved and directed disbursement of contributions in the amount of \$2,500 each to the Governor Heineman Committee and the Bruning for Attorney General campaigns. This approval was given only after Ms. Jensen reviewed both the permissibility of the contribution under Nebraska law and attendant reporting obligations with outside counsel.

By e-mail dated December 11, 2009, enclosed as Exhibit B, Ms. Jensen instructed that TransCanada Accounts Payable staff process the request and issue checks from Keystone's operating funds to the Heineman and Bruning campaigns. Accounts Payable staff, located in Calgary, processed the request as directed, and on December 22, 2009, checks payable from "TransCanada Keystone Pipeline, LP" were issued on a Keystone US funds Citibank account. As directed, Accounts Payable sent the checks to Ms. Jensen. The Accounts Payable center does not authorize payments, but is only permitted to process those payments duly authorized by operating units of TransCanada – in this case, Keystone. Upon receipt of the checks from Accounts Payable, Ms. Jensen forwarded the contribution checks to Kissel E&S Associates, also located in Omaha, Nebraska, an outside consulting firm engaged by Keystone for government relations efforts. The consulting firm then delivered the checks by hand to the candidate committees. A copy of the checks to the Heineman and Bruning campaign committees are enclosed as Exhibit C.

Two issues arose with respect to the reporting of these contributions,

<sup>1</sup> Bold Nebraska initially filed its complaint on October 19, 2010, but the complaint was technically deficient. It was refiled on November 5, 2010.

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First, as directed by Ms. Jensen and as noted on the contribution checks, the contributor is identified as Keystone. The address listed on the checks, however, is not the Omaha, Nebraska business address of Keystone, but rather the address of the Calgary Accounts Payable center that prepared the checks at Ms. Jensen's instruction. Contrary to the assertions made in the complaints, this address in no way denotes that the checks originated from a foreign source, but identifies only the location of the Accounts Payable center. The checks plainly identify the US bank on which the funds were drawn, and clearly state "US Funds" on the face of the checks. As directed by Ms. Jensen, and consistent with Commission guidance to TransCanada in AO 2006-15, the contribution was made from US dollar denominated operating funds of Keystone located in a US financial institution.

Second, in reporting these contributions on January 29, 2010 to the Nebraska Accountability and Disclosure Commission ("NADC"), Keystone personnel incorrectly identified "TransCanada Corporation" as the named contributor, rather than Keystone. However, the Form B-7 filing properly disclosed the Omaha, Nebraska operating address for Keystone. A copy of the NADG Form B-7 as filed is enclosed as Exhibit D, and a copy of an amended filing is included as Exhibit E.

Neither of these issues alter the essential character of the contributions as ones directed by US persons, drawn on US financial institutions, and using US funds of Keystone.

It is our understanding that a number of contributions received by the Homenet and Earning campaign committees as a result of an inquiry from the NADC in September 2010 identified uncertainty regarding the source of the contribution on the checks. Despite receiving clarifying information from Keystone, out of an abundance of caution the two candidate committees refunded the contributions to Keystone on September 29, 2010, and a copy of the refund checks are enclosed as Exhibit F.

#### Legal Framework

FECA and Commission regulations prohibit foreign nationals from making, directly or indirectly, contributions or expenditures in connection with federal, state, or local elections. 2 U.S.C. § 441a. This includes any foreign national participation in the decision-making process or control of the political contribution activities of domestic subsidiary corporations. 11 C.F.R. § 110.20(i). See also Advisory Opinions 2000-17 (Eckerd), 1995-18 (Allison Engine PAC), 2006-15 (TransCanada). The purpose of this prohibition is to prevent the corruption and undue influence of the US political process by individuals and entities not under the jurisdiction and control of the laws of the United States.

Compliance with this framework has been a central aspect of TransCanada's US operations, and is an obligation taken seriously by TransCanada's US subsidiaries, including Keystone. Indeed, TransCanada, through counsel, requested and received an Advisory Opinion (AO 2006-15) from the Commission with respect to its proposed internal controls related to political activities by its US subsidiaries. The AO request was on behalf of TransCanada and two of its US subsidiaries, Gas Transmission Northeast Corporation ("GTN") and TransCanada's Hydro Northeast Inc. ("TC Hydro"). As detailed above, and consistent with guidance received from the Commission, the contributions at issue in these matters were not made by a foreign entity, nor did any foreign individual or entity direct, control, or participate in the decision making process regarding the making of the contributions by Keystone.

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Under existing Commission precedent, providing administrative support that is de minimis does not result in facilitation of a political contribution. 2 U.S.C. § 441b(b)(2)(C), see also Advisory Opinions 1978-27 (Committee for Thorough Agricultural Political Education) and 1978-42 (South Carolina National Bank PAC). In the context of political action committees ("PACs") formed by US corporations either wholly owned by, or subsidiaries of, foreign corporations, the Commission has permitted the foreign entity to provide administrative support to the subsidiary's PAC without running afoul of the prohibition on foreign participation in US elections, provided no foreign nationals participate in the decision making process regarding contributions. See Advisory Opinions 1982-34 (Sonat), 1983-11 (Portland Cement Association), and 2008-14 (Mercedes-Benz USA/Stirling). Such de minimis involvement, in this instance the use of a payment processing facility for an approved disbursement as directed by a US citizen, would be consistent with past Commission guidance.

#### Existing and Future Compliance Measures

Consistent with Commission guidance, TransCanada's US subsidiaries utilize an existing set of procedures to ensure that only US citizens or permanent residents are involved in the decision making and approval process for individual political contributions, and that only US operating funds are used for those contributions.

Given the confusion resulting from the contributions in question, TransCanada's US subsidiaries have adopted two modifications to current processes. First, approval and reporting of any US political contribution by any US subsidiary, including Keystone, will be centralized through TransCanada Pipeline US, Ltd. Second, all future US political contributions will be processed through one of its two US processing centers. Contributions will continue to be directed by US persons, drawn on US financial institutions, and using US funds as has been the pattern and practice for contributions to date. This approach will further facilitate the use of processes and procedures that have already been vetted and approved by the Commission.

These updated procedures will be integrated with TransCanada's training protocols for executives and government relations staff at each US operating entity during the next training cycle.

#### Conclusion

The FECA prohibits a foreign national from directly or indirectly making a contribution or donation of money in connection with a federal, state, or local election. Foreign nationals shall not direct, dictate, control, or directly or indirectly participate in the decision making process of any person, such as a corporation, with regard to such person's federal or non-federal election-related activities. Contrary to the assertions raised in the two complaints, no impermissible foreign national contributions occurred in these matters. Moreover, given the return of the contributions by recipient committees on its own initiative, and the commitment by TransCanada to implement additional steps to avoid future misunderstandings with respect to the political activities of its US subsidiaries, further action in these matters is not warranted.

11044300115

Respondents, through counsel, respectfully request that the Commission find no reason to believe that a violation of FECA occurred in this matter, and dismiss the instant complaint.

Sincerely,

SNR Denton US LLP

By:

  
Mike McNamara  
Michael E. Zolanz

Counsel for TransCanada Keystone Pipeline GP, LLC

Enclosure

11044300116

NEBRASKA  
ACCOUNTABILITY AND  
DISCLOSURE COMMISSION  
11<sup>th</sup> Floor, State Capitol  
P.O. Box 95086  
Lincoln, NE 68509  
(402) 471-2522

BEFORE COMPLETING THIS  
FORM READ THE  
INSTRUCTIONS ON PAGE 3

REPORT OF  
POLITICAL  
CONTRIBUTIONS OF A  
CORPORATION, UNION  
OR OTHER ASSOCIATION  
NADC FORM B-7

POSTMARK  
DATE

2/1/10

MICROFILM  
NUMBER

8100116

OFFICE USE ONLY

RECEIVED  
LINCOLN, NEBRASKA

2010 FEB -1 PM 2:29

NE ACCOUNTABILITY &  
DISCLOSURE COMMISSION

- Any Corporation (excluding a not-profit or professional corporation), labor organization, or industry, trade, or professional association, doing business in this state which makes a contribution or expenditure or provides personal services of more than \$250 as determined by fair market value for the purposes of influencing or attempting to influence the action of the voters for or against the nomination or election of one or more candidates or the qualification, passage or defeat of one or more ballot questions must file this form.
- File with the Nebraska Accountability and Disclosure Commission within 10 days after the end of the calendar month in which any reportable contribution or expenditure or personal services provided.
- This report is filed on time if it is postmarked or received on or before the due date. Late filing fees are \$25 per day, not to exceed \$750.

ITEM 1 NAME, STREET ADDRESS AND NATURE OF CORPORATION, UNION OR OTHER ASSOCIATION  
(Check Appropriate Box)

☒ Corporation ☐ Labor Organization ☐ Industry or Trade Association ☐ Professional Association

Name TransCanada Corporation Telephone No. 402-492-3400

Address 13710 FNB Parkway Suite 319 Omaha NE 68154

STREET ADDRESS OR RURAL ROUTE City STATE ZIP CODE

ITEM 2 DIRECT CONTRIBUTIONS TO CANDIDATES OR POLITICAL COMMITTEES (Complete for all cash contributions and expenditures, pledges and loans of more than \$250 made directly to candidates or political committees.)

DATE AMOUNT RECIPIENT (Name of Candidate or Political Committee)

2/20/10 \$2500.00 The Governor Heineman Committee

NADC Form B-7  
2/106

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ITEM 3	INDIRECT CONTRIBUTIONS (Including, Personal Services and Independent Expenditures) Complete for all indirect contributions and expenditures except expenditures for the establishment or administration of a separate segregated political fund which are more than \$250 in value.			
DATE	Value (Cost)	Nature (See Key)	Support Or Oppose	Candidate, Ballot Question Or Political Committee
		Choose	Choose:	
		Choose	Choose	
		Choose:	Choose	
		Choose:	Choose	
Name of Payee				
Description of Contribution or Expenditure				
KEY: (See Definitions) A - Indirect B - Personal Services C - Independent Expenditure				
ITEM 4	EXPENDITURES FOR ESTABLISHMENT OR ADMINISTRATION OF A SEPARATE SEGREGATE POLITICAL FUND (See Definitions-Separate Segregated Political Fund)			
A corporation, union or association may not make a contribution to its own fund except that it may make expenditures and provide personal services for the establishment and administration of its fund.				
Fund Name		Acronym:		
Address				
STREET ADDRESS OR RURAL ROUTE		CITY	STATE	ZIP CODE
DATE	DESCRIPTION OF PERSONAL SERVICES PROVIDED OR OTHER EXPENSES FOR ESTABLISHMENT OR ADMINISTRATION OF FUND			
VERIFICATION STATEMENT				
I, <u>Beth Jensen</u> state that I am duly authorized to file this report, (Name of Individual Signing)				
That I have used all reasonable diligence in its preparation and that to the best of my knowledge it is true and complete.				
January 29, 2010 (DATE)		Beth Jensen, Director Government Relations (Signature and Title)		

NADO Form B-7  
2008

11044300118

<b>NEBRASKA ACCOUNTABILITY AND DISCLOSURE COMMISSION</b> 11 <sup>th</sup> Floor, State Capitol P.O. Box 95086 Lincoln, NE 68509 (402) 471-2522		<b>REPORT OF POLITICAL CONTRIBUTIONS OF A CORPORATION, UNION OR OTHER ASSOCIATION</b> NADC FORM B-7		POSTMARK DATE <u>2/1/10</u>
				MICROFILM NUMBER <u>8100115</u>
BEFORE COMPLETING THIS FORM READ THE INSTRUCTIONS ON PAGE 3		OFFICE USE ONLY <b>RECEIVED</b> <b>LINCOLN, NEBRASKA</b> 2010 FEB -1 PM 2:29 NE. ACCOUNTABILITY & DISCLOSURE COMMISSION		

Any corporation (including a non-profit or professional corporation), labor organization, or industry, trade, or professional association, doing business in this state which makes a contribution or expenditure or provides personal services of more than \$250 as determined by fair market value for the purposes of influencing or attempting to influence the action of the voters for or against the nomination or election of one or more candidates or the qualification, passage or defeat of one or more ballot questions must file this form.

- File with the Nebraska Accountability and Disclosure Commission within 10 days after the end of the calendar month in which any reportable contribution or expenditure, pledge or personal services provided.
- This report is filed on time if it is postmarked and received on or before the due date. Late filing fees are \$25 per day, not to exceed \$750.

ITEM 1	<b>NAME, STREET ADDRESS AND NATURE OF CORPORATION, UNION OR OTHER ASSOCIATION</b> (Check Appropriate Box) <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Labor Organization <input type="checkbox"/> Industry or Trade Association <input type="checkbox"/> Professional Association			
	Name <u>TransCanada Corporation</u> Telephone No. <u>402-492-3400</u>			
	Address <u>13710 FNB Parkway Suite 319 Omaha NE 68154</u>			
	STREET ADDRESS OR RURAL ROUTE    CITY    STATE    ZIP CODE			
ITEM 2	<b>DIRECT CONTRIBUTIONS TO CANDIDATES OR POLITICAL COMMITTEES</b> (Complete for all cash contributions and expenditures, pledges and loans of more than \$250 made directly to candidates or political committees.)			
DATE	AMOUNT	RECIPIENT (Name of Candidate or Political Committee)		
<u>1/20/10</u>	<u>\$2500.00</u>	<u>Jon B. ... for Attorney General</u>		

NADC Form B-7  
2006

11044300119



<b>ITEM 3</b> <b>INDIRECT CONTRIBUTIONS (In-Kind, Personal Services and Independent Expenditures) Complete for all indirect contributions and expenditures except expenditures for the establishment or administration of a separate segregated political fund which are more than \$450 in value.</b>				
<b>DATE</b>	<b>Value (Cost)</b>	<b>Nature (See Key)</b>	<b>Beneficiary</b>	<b>Candidate, Ballot Question Or Political Committee</b>
		Choose	Choose	
		Choose	Choose	
		Choose	Choose	
		Choose	Choose	
<b>Name of Payee</b>				
<b>Description of Contribution or Expenditure</b>				
<b>KEY: (See Definitions) A - In-Kind B - Personal Services C - Independent Expenditure</b>				
<b>ITEM 4 EXPENDITURES FOR ESTABLISHMENT OR ADMINISTRATION OF A SEPARATE SEGREGATE POLITICAL FUND (See Definition of Separate Segregated Political Fund)</b>				
A corporation, union or association may have a contribution to its own fund except that it may make expenditures and provide personal services for the establishment and administration of its fund.				
<b>Fund Name</b>			<b>Acronym:</b>	
<b>Address</b>				
<b>STREET ADDRESS OR RURAL ROUTE</b>		<b>CITY</b>	<b>STATE</b>	<b>ZIP CODE</b>
<b>DATE</b>	<b>DESCRIPTION OF PERSONAL SERVICES PROVIDED OR OTHER EXPENSES FOR ESTABLISHMENT OR ADMINISTRATION OF FUND</b>			
<b>VERIFICATION STATEMENT</b>				
I, <u>Beth Jensen</u> state that I am duly authorized to file this report. <small>(Name of individual signing)</small> That I have used all reasonable diligence in this report and that to the best of my knowledge it is true and complete.				
<u>January 29, 2010</u>		<u>Beth Jensen</u>		
<small>(DATE)</small>		<small>(Signature and Title)</small>		

NADC Form B-7  
2006

11044300120

TransCanada Keystone, LP  
13710 FNB Parkway #219  
Omaha, NE 68154

Beth Jensen  
Director, Government Relations  
beth\_jensen@transcanada.com  
402-492-3400

November 30, 2010

BY FedEx

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NEBRASKA ACCOUNTABILITY & DISCLOSURE COMMISSION

Nebraska Accountability and Disclosure Commission  
11th Floor, State Capital  
Post Office Box 95086  
Lincoln, Nebraska 68509  
(402) 471-2522

Re: Amended NADC Form B-7

To Whom It May Concern:

On behalf of TransCanada Keystone, LP, we are amending two previously-filed Nebraska Accountability and Disclosure Commission Reports of Political Contributions of a Corporation, Union or Other Association (NADC Form B-7). The amendment to both NADC Form B-7s clarify the name of the corporation. Specifically, "TransCanada Corporation" should be replaced with "TransCanada Keystone, LP" on both NADC Form B-7s.

Enclosed with this letter are the two original NADC Form B-7s and the appropriate amended form. Each amended NADC Form B-7 is marked with a large red arrow pointing to the one change outlined above.

Should you have any questions about the enclosed amended forms, please let me know.

Sincerely,

  
Beth Jensen

Enclosures

Response to MUR 6401 and  
MUR 6432  
Exhibit E -1

11044300121

11044300122

<b>NEBRASKA ACCOUNTABILITY AND DISCLOSURE COMMISSION</b> 11 <sup>th</sup> Floor, State Capitol P.O. Box 95086 Lincoln, NE 68509 (402) 471-2522	<b>REPORT OF POLITICAL CONTRIBUTIONS OF A CORPORATION, UNION OR OTHER ASSOCIATION</b> NADC FORM B-7	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%;">POSTMARK DATE</td> <td style="width: 50%;"></td> </tr> <tr> <td>MICROFILM NUMBER</td> <td></td> </tr> <tr> <td colspan="2" style="text-align: center;">OFFICE USE ONLY</td> </tr> <tr> <td colspan="2" style="text-align: center;">           RECEIVED            NOV 30 PM 5:26            STATE OF NEBRASKA         </td> </tr> </table>	POSTMARK DATE		MICROFILM NUMBER		OFFICE USE ONLY		RECEIVED NOV 30 PM 5:26 STATE OF NEBRASKA	
POSTMARK DATE										
MICROFILM NUMBER										
OFFICE USE ONLY										
RECEIVED NOV 30 PM 5:26 STATE OF NEBRASKA										
BEFORE COMPLETING THIS FORM READ THE INSTRUCTIONS ON PAGE 3										
<ul style="list-style-type: none"> <li>• Any corporation (including a non-profit or professional corporation), labor organization, or industry, trade, or professional association, doing business in this state which makes a contribution or expenditure or provides personal services of more than \$250 as determined by fair market value for the purposes of influencing or attempting to influence the action of the voters for or against the nomination or election of one or more candidates or the qualification, passage or defeat of one or more ballot questions must file this form.</li> <li>• File with the Nebraska Accountability and Disclosure Commission within 10 days after the end of the calendar month in which any reportable contribution or expenditure is made or personal services provided.</li> <li>• This report is filed on time if it is postmarked or received on or before the due date. Late filing fees are \$25 per day, not to exceed \$750.</li> </ul>										
ITEM 1	<b>NAME, STREET ADDRESS AND NATURE OF CORPORATION, UNION OR OTHER ASSOCIATION</b> (Check Appropriate Box)									
<input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Labor Organization <input type="checkbox"/> Industry or Trade Association <input type="checkbox"/> Professional Association										
Name <u>TransCanada Keystone, LP</u> Telephone No. _____										
Address <u>13710 FNB Parkway #319</u> <u>Omaha</u> <u>NE</u> <u>68154</u>										
STREET ADDRESS OR RURAL ROUTE     City     STATE     ZIP CODE										
ITEM 2	<b>DIRECT CONTRIBUTIONS TO CANDIDATES OR POLITICAL COMMITTEES</b> (Complete for all cash contributions and expenditures, pledges and loans of more than \$250 made directly to candidates or political committees.)									
DATE	AMOUNT	RECIPIENT (Name of Candidate or Political Committee)								
1/20/2010	\$2,500.00	Governor Heineman Committee								

<b>ITEM 3</b>					<b>INDIRECT CONTRIBUTIONS (In-Kind, Personal Services and Independent Expenditures) Complete for all indirect contributions and expenditures except expenditures for the establishment or administration of a separate segregated political fund which are more than \$250 in value.</b>				
<b>DATE</b>	<b>Value (Cost)</b>	<b>Nature (See Key)</b>	<b>Support Or Oppose</b>	<b>Candidate, Ballot Question Or Political Committee</b>					
		Choose	Choose:						
		Choose	Choose						
		Choose:	Choose						
		Choose:	Choose						
Name of Payee									
Description of Contribution or Expenditure									
KEY: (See Definitions) A - In-Kind B - Personal Services C - Independent Expenditure									
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Fund Name _____ Acronym: _____									
Address _____									
STREET ADDRESS OR RURAL ROUTE CITY STATE ZIP CODE									
<b>DATE</b>	<b>DESCRIPTION OF PERSONAL SERVICES PROVIDED OR OTHER EXPENSES FOR ESTABLISHMENT OR ADMINISTRATION OF FUND</b>								
<b>VERIFICATION STATEMENT</b>									
I, <u>Beth Jensen,</u> state that I am duly authorized to file this report, (Name of Individual Signing)									
That I have used all reasonable diligence in its preparation and that to the best of my knowledge it is true and complete.									
<div style="display: flex; justify-content: space-between;"> <div> <u>11/30/2010</u> (DATE) </div> <div> <u>Beth Jensen, Director, Government Affairs</u> (Signature and Title) </div> </div>									

NADC Form B-7  
2008

11044300124

<b>NEBRASKA ACCOUNTABILITY AND DISCLOSURE COMMISSION</b> 11 <sup>th</sup> Floor, State Capitol P.O. Box 95086 Lincoln, NE 68509 (402) 471-2522	<b>REPORT OF POLITICAL CONTRIBUTIONS OF A CORPORATION, UNION OR OTHER ASSOCIATION</b> NADC FORM B-7	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%;">POSTMARK DATE</td> <td style="width: 50%;"></td> </tr> <tr> <td>MICROFILM NUMBER</td> <td></td> </tr> <tr> <td colspan="2" style="text-align: center;">OFFICE USE ONLY</td> </tr> <tr> <td colspan="2" style="text-align: center;">           RECEIVED            MAY 30 PM 5:20            MAY 31 2011         </td> </tr> </table>	POSTMARK DATE		MICROFILM NUMBER		OFFICE USE ONLY		RECEIVED MAY 30 PM 5:20 MAY 31 2011	
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MICROFILM NUMBER										
OFFICE USE ONLY										
RECEIVED MAY 30 PM 5:20 MAY 31 2011										
BEFORE COMPLETING THIS FORM READ THE INSTRUCTIONS ON PAGE 3										
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ITEM 1	NAME, STREET ADDRESS AND NATURE OF CORPORATION, UNION OR OTHER ASSOCIATION									
(Check Appropriate Box)										
<input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Labor Organization <input type="checkbox"/> Industry or Trade Association <input type="checkbox"/> Professional Association										
Name <u>TransCanada Keystone, LP</u> Telephone No. _____										
Address <u>13710 FNB Parkway #319</u> <u>Omaha</u> <u>NE</u> <u>68154</u>										
STREET ADDRESS OR RURAL ROUTE     City     STATE     ZIP CODE										
ITEM 2	DIRECT CONTRIBUTIONS TO CANDIDATES OR POLITICAL COMMITTEES (Complete for all cash contributions and expenditures, pledges and loans of more than \$250 made directly to candidates or political committees.)									
DATE	AMOUNT	RECIPIENT (Name of Candidate or Political Committee)								
1/20/2018	\$2,500.00	Bruning for Attorney General								

11044300125

<b>ITEM 3</b>	<b>INDIRECT CONTRIBUTIONS (In-Kind, Personal Services and Independent Expenditures) Complete for all indirect contributions and expenditures except expenditures for the establishment or administration of a separate segregated political fund which are more than \$250 in value.</b>			
<b>DATE</b>	<b>Value (Cost)</b>	<b>Name (See Key)</b>	<b>Support Or Oppose</b>	<b>Candidate, Ballot Question Or Political Committee</b>
		Choose	Choose:	
		Choose:	Choose	
		Choose:	Choose	
		Choose:	Choose	
<b>Name of Payee</b>				
<b>Description of Contribution or Expenditure</b>				
KEY: (See Definitions) A - In-Kind B - Personal Services C - Independent Expenditure				
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Address _____				
STREET ADDRESS OR RURAL ROUTE CITY STATE ZIP CODE				
<b>DATE</b>	<b>DESCRIPTION OF PERSONAL SERVICES PROVIDED OR OTHER EXPENSES FOR ESTABLISHMENT OR ADMINISTRATION OF FUND</b>			
<b>VERIFICATION STATEMENT</b>				
I, <u>Beth Jensen</u> , state that I am duly authorized to file this report, (Name of Individual Signing)				
That I have used all reasonable diligence in its preparation and that to the best of my knowledge it is true and complete.				
<u>11/30/2010</u> (DATE)	<u>Beth Jensen</u> Director, Government (Signature and Title) <u>affairs</u>			

NADC Form B-7  
2006Response to MUR 6401 and  
MUR 6432  
Exhibit E-5